

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF MICHIGAN**

In re:

BARFLY VENTURES, LLC, *et. al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 20-01947-jwb

(Jointly Administered)

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**MONTHLY FEE STATEMENT OF SUGAR FELSENTHAL GRAIS & HELSINGER  
LLP FOR COMPENSATION FOR SERVICES RENDERED & REIMBURSEMENT OF  
EXPENSES AS COUNSEL TO OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FOR OCTOBER 2020**

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Name of Applicant:	Sugar Felsenthal Grais & Helsinger LLP
Authorized to provide services to:	Official Committee of Unsecured Creditors
Effective Date of Retention:	August 10, 2020 (retroactive to June 25)
Period for which compensation is sought:	October 2020
Amount of compensation sought as actual, reasonable, and necessary:	\$24,600.00 <sup>2</sup> 80% = \$19,680 20% = \$4,920.00
Amount of expense reimbursement sought:	\$0.00
Total interim request:	<b>\$19,680.00</b>

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<sup>1</sup> The Debtors are: Barfly Ventures, LLC, (8379), Barfly Management, LLC (6274), 9 Volt, LLC (d/b/a HopCat)(1129), 50 Amp Fuse, LLC (d/b/a Stella's Lounge)(3684), GRBC Holdings, LLC, (d/b/a Grand Rapids Brewing Company)(2130), E L Brewpub, LLC (d/b/a HopCat East Lansing)(5334), HopCat-Ann Arbor, LLC (5229), HopCat-Chicago LLC (7552), HopCat-Concessions, LLC (2597), HopCat-Detroit, LLC (8519), HopCat- GR Beltline, LLC (9149), HopCat-Holland, LLC (7132), HopCat Indianapolis, LLC (d/b/a HopCat-Broad Ripple)(7970), HopCat-Kalamazoo, LLC (8992), HopCat-Kansas City, LLC (d/b/a HopCat-KC, LLC and TikiCat)(6242), HopCat Lexington, LLC (6748), HopCat-Lincoln, LLC (2999), HopCat-Louisville, LLC (0252), HopCat-Madison, LLC (9108), HopCat- Minneapolis, LLC (8622), HopCat-Port St. Lucie, LLC (0616), HopCat- Royal Oak, LLC (1935), HopCat-St. Louis, LLC (6994), Luck of the Irish, LLC (d/b/a The Waldron Public House LLC and McFadden's Restaurant Saloon) (4255).

<sup>2</sup> Pursuant to the Committee's retention of SFGH, SFGH invoices the Committee at a blended hourly rate of \$500.

Respectfully submitted by,

**JAFFE RAIT HEUER & WEISS, P.C.**

By: /s/ Paul R. Hage  
Paul R. Hage (P70460)  
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(248) 351-3000  
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-and-

**SUGAR FELSENTAL GRAIS &  
HELSINGER, LLP**

Michael A. Brandess  
30 N. LaSalle Street, Suite 3000  
Chicago, IL 60602  
(312) 704-9400  
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*Counsel for the Official Committee of Unsecured  
Creditors of Barfly Ventures, LLC et al.*

Dated: November 11, 2020

**SUGAR FELSENTHAL GRAIS & HELSINGER LLP**  
**30 N. LaSalle Street**  
**Suite 3000**  
**Chicago, IL 60602**  
**(312)704-9400**

Official Committee of Unsecured Creditors  
 Barfly Ventures, LLC, et al.  
 c/o Gordon Food Service, Inc.  
 Attn: Sharon Murphy, Dir of Credit  
 Palatine IL 60055

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 Account No: 10836-00  
 Statement No: 26567

Attn: Sharon Murphy, Director of Credit

General Case Administration

**Fees**

			Hours	
10/01/2020	MAB	Email correspondence with John Lucas regarding D&O insurance coverage (0.1); review proposal regarding same (0.3); email correspondence with John Lucas regarding amendment to D&O coverage (0.2).	0.60	345.00
10/05/2020	MSM	Telephone call with Michael Brandess regarding Committee matters and case status (0.2).	0.20	137.00
	MAB	Strategy conference with Mark Melickian regarding case status (0.2 - N/C)	0.20	N/A
10/13/2020	JRO	Strategy conference with Michael Brandess regarding Sellers hearing (0.3).	0.30	160.50
	MAB	Strategy conference with Paul Hage regarding Mark Sellers' bankruptcy (0.4); e-mail correspondence and telephone conference with Jack O'Connor regarding same (0.3); strategy conference with Elizabeth Vandesteeg regarding same (0.2)	0.90	517.50
	EBV	Strategy conference with Michael Brandess regarding Mark Sellers issues (0.2).	0.20	131.00
10/14/2020	JRO	Email correspondence with local counsel regarding pro hac vice application and sellers appearance (0.2); review order setting 10/15 status conference for Sellers Sub-V case (0.2); prepare for 10/15 Sellers hearing (0.3).	0.70	374.50
10/15/2020	JRO	Prepare for (0.2) and attend (0.3) sellers Sub-V status hearing.	0.50	267.50
10/16/2020	MAB	Draft strategy email to Paul Hage regarding case closing administrative steps (0.3).	0.30	172.50
10/26/2020	MAB	Telephone conference and email correspondence with Paul Hage regarding conversion (0.3); telephone conference with Jason Torf regarding same (0.3).	0.60	345.00
10/29/2020	MAB	Draft declaration of creditors in support of appointment of chapter 7 trustee (1.4); email Paul Hage regarding same (0.3); telephone conference with Paul Hage regarding multiple open issues (0.3).	2.00	1,150.00
10/30/2020	MAB	Review Authentiki bankruptcy petition and email correspondence to committee regarding same (0.4).	0.40	230.00
		For Current Services Rendered	6.70	3,830.50

Official Committee of Unsecured Creditors

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10836-00

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265670

General Case Administration

Total Non-billable Hours	Hours
	0.20

	Recapitulation		
Timekeeper	Hours	Rate	Total
Mark S. Melickian	0.20	\$685.00	\$137.00
Elizabeth B. Vandesteeg	0.20	655.00	131.00
Michael A. Brandess	4.80	575.00	2,760.00
John R. O'Connor	1.50	535.00	802.50

Total Current Work	3,830.50
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 AS A COURTESY, WE WILL CREDIT BACK ANY CREDIT CARD  
 PROCESSING FEE YOU INCUR, ON YOUR NEXT INVOICE

SUGAR PELLESENTHAL GRAIS &amp; HELSINGER LLP

30 N. LaSalle Street  
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Chicago, IL 60602  
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Attn: Sharon Murphy, Dir of Credit  
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Attn: Sharon Murphy, Director of Credit

Employment & Fee Applications - SFGH

### Fees

			Hours	
10/05/2020	MAB	Draft monthly fee statement (1.2).	1.20	690.00
10/07/2020	JRO	Continue drafting SFGH final fee application (1.0).	1.00	535.00
10/13/2020	JRO	Draft final fee application (1.8)	1.80	963.00
10/14/2020	JRO	Further revise SFGH final fee application (0.3); email correspondence to local counsel attaching same for use as template (0.2).	0.50	267.50
		For Current Services Rendered	4.50	2,455.50

### Recapitulation

Timekeeper	Hours	Rate	Total
Michael A. Brandess	1.20	\$575.00	\$690.00
John R. O'Connor	3.30	535.00	1,765.50

MAB/MSM/EBV/JPF/JRO

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Employment & Fee Application - other professionals

### Fees

				Hours	
10/29/2020	MAB	Email correspondence and telephone conference with John Lucas regarding Mastodon fee application (0.2).		0.20	115.00
		For Current Services Rendered		0.20	115.00
		Recapitulation			
	Timekeeper		Hours	Rate	Total
	Michael A. Brandess		0.20	\$575.00	\$115.00
		Total Current Work			115.00

MAB/MSM/EBV/JPF/JRO

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Attn: Sharon Murphy, Director of Credit

Executory Contracts & Unexpired Leases

### Fees

			Hours	
10/11/2020	MAB	Telephone conference with Jason Torf regarding food service contract (0.3).	0.30	
10/16/2020	MAB	Multiple email correspondence and telephone conference with Mark Rogers regarding NCR cure claim and executory contract (0.7).	0.70	
		For Current Services Rendered	1.00	575.00
		Total Current Work		575.00
		Balance Due		<u>\$575.00</u>

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 Statement No: 265670

Attn: Sharon Murphy, Director of Credit

Committee Meetings & Governance

### Fees

			Hours	
10/06/2020	MAB	Participate in committee call (0.5); email correspondence with Paul Hage regarding same (0.2).	0.70	402.50
10/15/2020	MAB	Email memorandum to committee regarding sale and case update (0.4); multiple email follow ups with committee members regarding same (0.5).	0.90	517.50
10/20/2020	MAB	Draft sale update for committee (0.4).	0.40	230.00
		For Current Services Rendered	2.00	1,150.00

### Recapitulation

Timekeeper	Hours	Rate	Total
Michael A. Brandess	2.00	\$575.00	\$1,150.00

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Attn: Sharon Murphy, Director of Credit

Asset Sales

**Fees**

			Hours	
10/01/2020	MAB	Email correspondence with John Lucas regarding witness list (0.2); review lender revisions to term sheet (0.4); multiple telephone conferences with Judge Gregg regarding same (0.6); multiple strategy conferences with committee professionals regarding same (1.7); email lender counter-proposal to committee chair (0.2); revise term sheet (0.9); email correspondence with committee chair regarding same (0.2); telephone conference with James Morden regarding winddown budget (0.6).	3.90	2,242.50
	EBV	Attention to settlement counter offer from lenders (0.8); multiple communications with multiple committee professionals regarding same (2.7); multiple calls with Judge Gregg and committee professionals regarding ongoing sale hearing settlement negotiations (1.9).	5.40	3,537.00
10/02/2020	MAB	Multiple email correspondences and telephone conferences with case professionals regarding sale settlement (3.2); telephone conference and multiple e-mail correspondences with committee regarding same (0.9); multiple telephone conferences with Judge Gregg regarding same (0.4); participate in hearing regarding same (0.6).	3.10	1,782.50
	EBV	Multiple ongoing communications with committee professionals regarding settlement negotiations (0.8); call with John Lucas regarding settlement status (0.3); continued sale hearing (0.6).	1.70	1,113.50
10/06/2020	EBV	Strategy conference with Michael Brandess regarding TSA and closing issues (0.2); communications with debtors counsel regarding amended sale order (0.2).	0.40	262.00
	MAB	Revise sale order (1.3); strategy conference with Elizabeth Vandesteeg regarding same (0.2 - N/C)	1.30	747.50
10/07/2020	MAB	Further revise sale order (0.7).	0.70	402.50
	EBV	Review and edit sale order (0.9); call with Paul Hage regarding same (0.2).	1.10	720.50
10/09/2020	MAB	Email correspondence with debtors' counsel regarding sale order (0.2); email case professionals regarding liability assumption language (0.3).	0.50	287.50
10/11/2020	MAB	Review and revise sale order (1.4); strategy conference with committee professionals regarding same (0.4); email correspondence with debtors'		

Official Committee of Unsecured Creditors

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## Asset Sales

		counsel regarding same (0.2).	Hours 2.00	1,150.0
	EBV	Review and revise lender edits to sale order; communications with Paul Hage and Michael Brandess regarding same (1.1).	1.10	720.5
10/12/2020	MAB	Multiple strategy conferences and email correspondence with committee professionals regarding revisions to sale order (0.6); multiple email correspondence with debtors' professionals regarding same (0.3); email correspondence with lenders' counsel regarding same (0.2); telephone conference with Jason Rosell regarding same (0.5); revise sale order and multiple strategy conferences and email correspondence with estate and lenders' professionals regarding same (2.7).	4.30	2,472.50
	EBV	Multiple calls and emails with Michael Brandess and Paul Hage regarding edits to sale order (0.6); review revised sale order and list of transferred/remaining causes of action (0.6).	1.20	786.00
10/13/2020	MAB	Participate in sale hearing (1.2); strategy conference with professional working group regarding same (0.4); review revised sale order and e-mail correspondence with Jason Rosell regarding same (0.5).	2.10	1,207.50
10/14/2020	MAB	Review revised sale order and email correspondence with Jason Rosell regarding same (0.3).	0.30	172.50
10/16/2020	MAB	Telephone conference with John Lucas regarding status of closing (0.3); email correspondence with Paul Hage regarding same (0.2).	0.50	287.50
10/19/2020	MAB	Review revisions to sale order (0.6); email correspondence and telephone conference with Jason Rosell regarding same (0.3).	0.90	517.50
10/20/2020	MAB	Review amended sale order (0.7); email correspondence with Jason Rosell regarding same (0.2).	0.90	517.50
10/21/2020	MAB	Review and compare revised sale order to previous version (0.6); email correspondence with committee regarding same (0.3).	0.90	517.50
10/25/2020	MAB	Email correspondence with debtors' professionals regarding status of sale closing (0.2).	0.20	115.00
10/26/2020	MAB	Multiple telephone conferences and email correspondence with Committee professionals regarding sale closing (1.9); multiple telephone conferences with Jason Rosell and John Lucas regarding same (0.4).	2.30	1,322.50
		For Current Services Rendered	34.80	20,882.00

## Recapitulation

Timekeeper	Hours	Rate	Total
Elizabeth B. Vandesteeg	10.90	\$655.00	\$7,139.50
Michael A. Brandess	23.90	575.00	13,742.50